

UNITED STATES COURT OF APPEALS
FOR THE THIRD CIRCUIT

Nos. 16-1364, 16-1365, 16-1366, 16-1367

NORTH SOUND CAPITAL LLC; NORTH SOUND LEGACY
INTERNATIONAL; NORTH SOUND LEGACY INSTITUTIONAL;
UNITED FOOD COMMERCIAL WORKERS LOCAL 1500 PENSION FUND

v.

MERCK & CO INC; MERCK SCHERING PLOUGH PHARMACEUTICALS;
MSP DISTRIBUTION SERVICES (C) LLC; MSP SINGAPORE CO LLC;
RICHARD T. CLARK; DEEPAK KHANNA,

Appellants in No. 16-1364

GIC PRIVATE LIMITED

v.

MERCK & CO INC; MERCK SCHERING PLOUGH PHARMACEUTICALS;
MSP DISTRIBUTION SERVICES (C), LLC; MSP SINGAPORE COMPANY, LLC;
RICHARD T. CLARK; DEEPAK KHANNA,

Appellants in No. 16-1365

GIC PRIVATE LIMITED

v.

MERCK & Co., f/k/a SCHERING-PLOUGH CORPORATION;
MERCK SCHERING PLOUGH PHARMACEUTICALS;
MSP DISTRIBUTION SERVICES (C) LLC;
MSP SINGAPORE COMPANY, LLC; FRED HASSAN; CARRIE COX,

Appellants in No. 16-1366

NORTH SOUND CAPITAL, LLC; NORTH SOUND LEGACY INTERNATIONAL;
NORTH SOULD LEGACY INTERNATIONAL; NORTH SOUND LEGACY
INSTITUTIONAL; UNITED FOOD COMMERCIAL WORKERS LOCAL 1500
PENSION FUND; COLONIAL FIRST STATE INVESTMENT, LTD.; CFSIL-CFS
WHOLESALE INDEXED GLOBAL SHARE FUND; COMMONWEALTH BANK
OFFICERS SUPERANNUATION CORPORATION AS TRUSTEE FUND OFFICERS
SUPERANNUATION FUND WGSSO4; CFSIL-COMMONWEALTH GLOBAL
SHARES FUND 4; COMMONWEALTH BANK OFFICERS SUPERANNUATION
COPORATION AS TRUSTEE FUND OFFICERS SUPPERANNUATION FUND
WGSSO2; COMMONWEALTH BANK OFFICERS SUPERANNUATION
CORPORATION AS TRUSTEE FUND OFFICERS SUPERANNUATION FUND
WTRA02; CFSIL-COMMONWEALTH SPECIALIST FUND 13; CFSIL WHOLESALE
GEARED GLOBAL SHARED FUND; CFSIL ATF CMLA INTERNATIONAL
SHARE FUND; CFSIL-COMMONWEALTH GLOBAL SHARES FUND 6; CFSIL-
COMMONWEALTH GLOBAL SHARES FUND 2; CFSIL-CFS WHOLESALE
ACADIAN GLOBAL EQUITY FUND; CFSIL-CFS WHOLESALE GLOBAL HEALTH
& BIOTECHNOLOGY FUND; CFSIL-CFS WHOLESALE GLOBAL SHARE FUND

v.

MERCK & CO, INC., f/k/a SCHERLING -PLOUGH CORPORATION;
MERCK SCHERING PLOUGH PHARMACEUTICALS; MSP DISTRIBUTION
SERVICES (C) LLC; MSP SINGAPORE COMPANY, LLC; FRED HASSAN;
CARRIE S. COX,

Appellants in No. 16-1367

On Appeal from the United States District Court
for the District of New Jersey
(D.C. Civ Nos. 3-13-cv-07240, 3-13-cv-07241, 3-14-cv-00241, and 3-14-cv-00242)
District Judge: Honorable Freda L. Wolfson

Argued October 5, 2016

BEFORE: SHWARTZ, GREENBERG, and ROTH, Circuit Judges

JUDGMENT

These causes came on to be considered on the record on appeal from the United States District Court for the District of New Jersey and were argued on October 5, 2016. On consideration whereof, it is hereby

ORDERED and ADJUDGED by this Court that the District Court's order of August 26, 2015, is reversed to the extent that it denied appellants' motions to dismiss appellees' Exchange Act claims and the case is remanded to the District Court for further proceedings.

Costs taxed against appellees.

ATTEST:

s/Marcia M. Waldron
Clerk

DATED: August 2, 2017